

ILLINOIS CENTURY NETWORK  
**OCTOBER 31, 2003 POLICY COMMITTEE MINUTES  
SPECIAL MEETING**

**Submitted for:** Action

**Summary:** Distribution of the October 31, 2003 minutes for review by the Policy Committee.

**Action Requested:** Adoption of the October 31, 2003 minutes.

**Recommended Motion:** *The ICN Policy Committee adopts the October 31, 2003 minutes with any edits as noted.*

ILLINOIS CENTURY NETWORK  
**OCTOBER 31, 2003 POLICY COMMITTEE MINUTES  
SPECIAL MEETING**

The meeting was called to order at 11:03 a.m. by Mary Reynolds.

Members present in person: Dan LaVista, Illinois Board of Higher Education; Lugene Finley, Illinois State Board of Education; Alan Burgard, Department of Central Management Services; and Virginia McMillan, Illinois Community College Board. Members present via telephone: Mary Reynolds; Marianne Stanke; Jay Carlson, Department of Central Management Services; Don Fouts, Federation of Independent Colleges and Universities; Bruce McMillan, Illinois State Museum; and Jean Wilkins, Illinois State Library.

Other guests in attendance: Lori Sorenson, Neil Matkin (via telephone), Jessica Just, Kirk Mulvany and Karlin Sink all from the Illinois Century Network.

1. Announcements

Mary commented that there were no announcements to be made.

2. Personnel Issues

The sole agenda item was the need for discussion and action regarding personnel issues relating to the departure of current ICN Director, Neil Matkin. Mary asked Neil for his comments. Neil noted that his last day on staff would be November 12, 2003. Neil also commented that as a result of his departure, there would be some issues that need to be resolved, in particular, signatory authority for expenditure of funds. Currently, this authority exists with the Policy Committee and has been delegated to Neil as the Director. The Policy Committee is the body that is recognized by the Comptroller's office with the authority to delegate expenditure authority. As a result of Neil's departure, signature authority needed to be discussed. The purpose of this meeting was to establish and discuss the appointment of an interim director to ensure that operations continue to run smoothly.

Mary agreed that there was a need for someone to carry the ICN forward and given the current situation, a search would not be in the best interest of the ICN. Mary further noted that she believes that there is currently someone on staff who would certainly be willing to serve in the capacity of interim director and who is also quite capable. Lori Sorenson has been with the ICN from the beginning and is certainly quite capable to carry the vision of the ICN forward and given the somewhat tentative merger situation between the ICN and CMS; there is a need to move forward, as well as a need for somebody who knows the network and the issues. Mary's personal interest is to make

sure that the network continues to move forward aggressively and uninterrupted. Mary asked the Committee for their thoughts.

Jay Carlson commented that he personally believes that Lori's current achievements and resume speak well of her abilities. He proposed whether or not it would be possible to forgo further discussion and to possibly consider a motion to nominate Lori as interim director. Jay further commented that as a designee, he would ask maybe Neil or someone else to make a motion to appoint Lori as interim director of the ICN.

Neil agreed with Jay in that one of the Policy Committee members should make the motion to appoint Lori as interim director of the ICN. He asked Mary for her thoughts on what components the motion should contain. Neil also asked Jay whether or not CMS had discussed the situation and if the position would be considered interim. Jay confirmed that the position would be considered interim and that the motion should suggest as such.

Marianne Stanke questioned if any other candidates had been considered for the position that could compare to what option is currently being considered. Jay stated that he felt that Neil understands the staffing better than most and that in light of Lori's accomplishments, that he is comfortable suggesting her for the position, even though she is a single candidate. Jay also commented that he, personally, has not looked at any other candidates.

Lugene commented that he believed that the decision to nominate Lori for the position only made sense in light of her capabilities and understanding of the ICN. Lugene made the motion to name Lori as the interim director of the ICN. After discussion of an effective date, the Committee agreed that a start date of November 13, 2003 would make for a smooth transition.

Discussion regarding the time frame of the appointment also transpired as a result of the current agreement with CMS, IBHE, and the ICN which extends until June 30, 2004. Jay commented that given the current situation, there is a need for an interim director who will assist CMS in cultivating future recommendations as a result of the transition. Further, Jay commented that he felt it would be premature to bring up at the present time, what those next steps would be. Jay also assured the Committee that the interim director would be fully engaged in the next step discoveries. Jay proposed that the Committee consider the interim position to be for an indefinite period of time.

Marianne questioned whether or not this would be reasonable from Lori's perspective.

Lori commented that given the transition, she could accept the rationale behind Jay's recommendation. However, Lori further commented that there would be a need to quantify that time frame and redevelop what the role of the ICN is and what the responsibilities of the position would entail.

Alan agreed with Lori stating that he felt that as a result of the agreement with BHE that the Committee has an obligation and a focus to resolve these issues by the end of the fiscal year. Neil concurred with Alan while adding that from a staff perspective, it would be a little bit unsavory to leave the position completely open ended; however, Jay's purpose can be achieved by saying "end of fiscal year." Jay agreed with Neil's additional

comments. Mary further commented that she believed that there would not be a need for a specified end date in the motion, so long as everyone understood that the intent is to move forward and make sure that Lori has the authority to act, with the understanding that further discussions would continue and hopefully be resolved by the end of the fiscal year. Jay proposed that although a specified end date would not be agreed upon at the present time, that it would be appropriate to gauge the progression towards an agreement at future Policy Committee meetings. Marianne questioned whether or not it would be a problem to include in the proposal that it is anticipated that this position would be interim until the end of the fiscal year. Mary responded by saying that there isn't necessarily a need to say that provided Lori is interim and the Committee keeps it under discussion and merger discussions continue.

Mary commented that the next regularly scheduled Policy Committee meeting was only a couple weeks away and that the only need for the special meeting was to get someone appointed with the legal authority to sign things prior to Neil's departure and the next meeting. Mary additionally commented that at the next regularly scheduled meeting, the Committee would hold further discussion concerning salary or any other adjustments that the Committee would want to consider regarding the interim position when all members are together in person.

Dan asked for clarification of Mary's last comment. Mary stated that the question would be whether or not the Committee would like to hold discussion today or on the 19<sup>th</sup> at the next regularly scheduled meeting. Mary commented that she felt it would be inappropriate to discuss specific personnel issues outside of executive session. Dan agreed. Dan also agreed that it would be reasonable if the contractual issues were agreed upon at a later date. Mary asked the Committee for their thoughts. Jay proposed that the Committee consider the logistics of the transition being critical at this point. Jay's concern is to not put forward anything that may jeopardize the Committee, as a whole, to move forward with the interim director motion – and there are several dynamics that would need deeper discovery before the Committee could come to any recommendation. Jay reiterated that he wouldn't want to put anything out now that the Committee would not have enough time to consider and would ultimately make it impossible to close the appointment. Mary commented that since there is a regularly scheduled meeting coming up fairly quick, that if it is the will of the Committee, she would suggest that the Committee plan an executive session at that meeting for this purpose, if everyone agreed that would be acceptable. All Committee members unanimously agreed.

Dan questioned whether or not sufficient conversation had been held on the specific matter of compensation, let alone other matters relevant to the contract. Mary subsequently asked Lori if she would be willing to accept the interim director position under her current employment conditions until the Committee could hold further discussion at the November 19, 2003 meeting. Lori commented that she would be willing to accept the interim position under the terms of her current contract with the understanding that further discussion would be held at the November 19<sup>th</sup> meeting. Jay commented that it is unusual to have the candidate, who is of consideration, present during such discussion, as was the situation at this meeting. Jay further stated that he believed the motion should not assume that Lori would accept the interim position, but rather that the Committee would agree that if she would accept the interim position, that the Committee would move forward with a motion to appoint Lori as the interim director.

In addition, Jay also stated that a finite period of time, 3-5 business days, to respond to the Committee's offer should be included in the motion. Dan asked for clarification of Jay's previous comment. Jay responded by saying that if Lori were not in attendance today, the Committee would not have been able to ask her if she would be willing to accept the position; therefore, the motion should be structured to consider that if she was not present, what would be the appropriate time-table for Lori to either accept or decline the offer, according to ICN guidelines or bylaws. Mary proposed that it would be helpful if she were to give an account of how this was handled previously when Neil was hired. Jay agreed.

At the time when Neil was hired, the Committee was just formed and decided to advertise nationally for the position. Approximately fifty-two (52) applicants, who met the minimum qualifications specified in the advertisement, responded. The Committee then went through a process of weeding out the fifty-two (52) applicants, checking references and finally narrowing the selection down to a handful of candidates. Five candidates were interviewed in person for the position and after extensive reference checks, the Committee made a motion to hire Neil as the Director, with contract terms to be determined in the following days.

Mary suggested that it would be appropriate to continue with the motion on the floor and then proceed with the specifics of the contract language at the next regularly scheduled meeting on November 19<sup>th</sup>. Neil questioned if it would be preferable to, at the next regularly scheduled meeting, bring up an executive session item, present a proposed contract and then have discussion and then come back into open session to vote on the amended language or end result. Mary agreed with Neil and commented further that prior to the November 19<sup>th</sup> meeting; everyone should receive a copy of Neil's current contract which would allow the Committee ample time to review the issues and specific language of the contract to determine possible changes before officially approving it at the next meeting. Neil added that he would take on the task of revising the contract as well as providing a historical record of his contract and salary history.

Jay proposed whether or not it would be possible to establish a review committee prior to the presentation of the agreement at the November 19<sup>th</sup> meeting. Mary suggested that if the Committee were to go into executive session, it would be possible to bring everyone up-to-date in terms of what the conditions have been in the past in terms of Neil's contract. Jay commented that he would like to do whatever needed to be done to make the terms and conditions of the contract less of an issue, in the event that certain members are seeing it for the first time. Jay further stated that by implementing a review committee to debate the merits of consistency and the substance of the agreement prior to the next meeting, it would ensure that the Committee would be able to move forward on November 19<sup>th</sup>. Mary commented that if it is the will of the Committee to do so, then it is certainly something to consider. Dan recommended that due to the changes that have been made in the structure of the Committee, that some representation from CMS should be considered for the review committee. Jay commented that if everyone were to agree to move forward with review committee, that it would ensure a smoother transition of documents and understanding at the next regularly scheduled meeting on the 19<sup>th</sup>. Dan agreed. Mary asked the Committee if there were any volunteers who would like to serve on a small committee to work out the details that could then be proposed on the 19<sup>th</sup>.

Neil noted one area of caution regarding Don Fouts' original appointment, which is scheduled to expire at the conclusion of this meeting. Neil asked Lori if she was aware of the precise date of Don's reappointment. Lori noted that it is November 2003; however, the reappointment did not specify whether it ended at the first or end of the month. Neil commented that Don would then be able to participate in the review committee. Marianne Stanke, Jay Carlson, Dan LaVista, Don Fouts and Mary Reynolds all agreed to serve on the review committee. Jean Wilkins noted that she would volunteer for the review committee; however, she would be unable to participate because she will be on vacation during the time that the review committee is scheduled to meet. Neil added that he would be willing to serve as staff to the review committee in terms of making sure that the committee has all the materials necessary.

Mary then brought forth the current motion to designate Lori Sorenson as the interim director of the ICN, effective November 13, 2003. Mary asked the Committee if there was any further discussion. No further discussion was held. All Committee members unanimously agreed to designate Lori Sorenson as the interim director of the ICN; effective November 13, 2003 with contract terms to be determined at the next regularly scheduled Policy Committee meeting to be held on November 19<sup>th</sup>.

Mary questioned whether or not there was any further business to come before the Committee at this time. Neil commented that he had now gathered support from the State Universities Retirement System, as well as other legislative supporters, to keep current ICN employees under the State Universities Retirement System. Neil further commented that he would be presenting materials to CMS in the next week to outline and facilitate, not dictate what is to happen, but to facilitate the continuation of participation in the State Universities Retirement System should CMS, at some future point, wish to integrate ICN employees from the Board of Higher Education into a CMS structure. Alan and Jay thanked Neil for his work.

Mary questioned the Committee whether or not there were any further announcements or comments. No announcements or comments were presented. Mary made the motion to adjourn; Eugene seconded. All members unanimously agreed to adjourn at 11:37 a.m.